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9 Attorneys for WAYMO LLC

10 UNITED STATES DISTRICT COURT

11 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

12 WAYMO LLC,

13 Plaintiff,

14 vs.

15 UBER TECHNOLOGIES, INC.;  
16 OTTOMOTTO LLC; OTTO TRUCKING  
17 LLC,

18 Defendants.

CASE NO. 3:17-cv-00939-WHA

**DECLARATION OF PATRICK  
SCHMIDT IN SUPPORT OF PLAINTIFF  
WAYMO'S SUPPLEMENTAL BRIEF IN  
SUPPORT OF MOTION TO COMPEL  
PRODUCTION OF WITHHELD  
DOCUMENTS**

1 I, Patrick Schmidt, hereby declare as follows.

2 1. I am a member of the bar of the State of California and an associate with Quinn  
3 Emanuel Urquhart & Sullivan, LLP, counsel for Plaintiff Waymo LLC ("Waymo"). I make this  
4 declaration of personal, firsthand knowledge, and if called and sworn as a witness, I could and  
5 would testify competently as follows.

6 2. Attached hereto as Exhibit 12 is a true and correct copy of a fully unredacted  
7 version of the February 22, 2016 executed term sheet related to the Otto acquisition produced by  
8 Uber Technologies, Inc. ("Uber").

9 3. Attached hereto as Exhibit 13 is a true and correct copy of the Agreement and Plan  
10 of Merger related to the Otto acquisition produced by Uber.

11  
12 I declare under penalty of perjury under the laws of the State of California and the United  
13 States of America that the foregoing is true and correct, and that this declaration was executed in  
14 Los Angeles, California, on May 30, 2017.

15  
16  
17 DATED: May 30, 2017

/s/ Patrick Schmidt  
Patrick Schmidt

18  
19  
20 **SIGNATURE ATTESTATION**

21 Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the  
22 filing of this document has been obtained from Patrick Schmidt.

23  
24 /s/ Charles K. Verhoeven  
Charles K. Verhoeven